Walker Chandiok & Co LLP

Walker Chandiok & Co LLP 16th Floor, Tower II, Indiabulls Finance Centre, SB Marg, Elphinstone (W) Mumbai - 400 013 Maharashtra, India

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Independent Auditor's Review Report on Consolidated Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of Mastek Limited

- 1. We have reviewed the accompanying statement of unaudited consolidated financial results ('Statement') of Mastek Limited ('the Company') and its subsidiaries (the Company and its subsidiaries together referred to as 'the Group'), (Refer Annexure 1 for the list of subsidiaries, included in the Statement) for the quarter ended 30 September 2018 and the consolidated year to date results for the period 1 April 2018 to 30 September 2018, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
- 2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013} and SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016, and other recognised accounting practices and policies has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

per Adi P. Sethna

Partner

Membership No. 108840

Place: Mumbai

Date: 25 October 2018

Walker Chandiok & Co LLP

Mastek Limited Independent Auditor's Review Report on Consolidated Quarterly Financial Results – 30 September 2018

Annexure 1

List of entities included in the Statement

1) Mastek (UK) Limited

Indigo Blue Consulting Limited (Merged with Mastek (UK) Limited with effect from 30 June 2018) 2) 3)

Trans American Information Systems Private Limited 4)

Trans American Information Systems Inc. 5)

6) Taistech LLC.



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Registered Office: 804/805, President House, Opp.C.N.Vidyalaya

Near Ambawadi Circle, Ahmedabad-380 006 CIN No. L74140GJ1982PLC005215

Statement of Unaudited Consolidated Financial Results for the Quarter and Six months ended September 30, 2018

Re	 -	 - 1

							(Rs. In la
	Particulars		Quarter ended		Six mont	Year ended	
		September 30,	June 30,	September 30,	September 30,	September 30,	March 31,
		2018	2018	2017	2018	2017	2018
1	Income	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	(a) Revenue from operations					(onduited)	(Audited)
	(b) Other income	25,707	24,404	19,847	50,111	30 403	
+		870	313	560	1,183	38,402	81
	Total Income	26,577	24,717	20,407		805	2
	Expenses			20,407	51,294	39,207	83
	(a) Employee benefits expenses	14,970	13,967	11 627			
	(b) Finance costs	242	126	11,627	28,937	22,498	48
	(c) Depreciation and amortisation expenses	479		144	368	283	
	(d) Other expenses	7,605	393	510	872	1,018	1
	Total expenses		7,343	5,846	14,948	11,291	2:
3 F	Profit before tax (1-2)	23,296 3,281	21,829	18,127	45,125	35,090	74
4	Tax expense	3,281	2,888	2,280	6,169	4,117	9
- 1	- Income tax - current	950					
- 1	- Income tax - prior periods	869	810	610	1,679	1,120	
	- Deferred tax charge / (benefit)	42			42		
	- Total	(140)	(168)	(79)	(308)	(218)	
	Net Profit for the period (3 - 4)	771	642	531	1,413	902	
		2,510	2,246	1,749	4,756		2
	Other Comprehensive Income/(Loss) net of tax (Refer note 3)	6,980	4,912	203		3,215	6
	otal Comprehensive Income net of tax (5 + 6)	9,490	7,158		11,892	(552)	
8 P	aid-up equity share capital (Face value Rs. 5/- per share)	1,189		1,952	16,648	2,663	6,
9 0	Other Equity	2,205	1,186	1,175	1,189	1,175	1,
10 E	arnings per share						53,
(0	of Rs 5/- each) (not annualised) :						
	a) Basic - Rs		1	1		l	
	b) Diluted - Rs	10.55	9.47	7.45	20.02	13.72	_
	• *************************************	9.91	8.88	7.03	18.79	12.95	25





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Near Ambawadi Circle, Ahmedabad-380 006 CIN No. L74140GJ1982PLC005215

Statement of Unaudited Consolidated Segmental Information for the Quarter and Six months ended September 30, 2018

							(Rs. In lakhs)
			Quarter ended		Six mon	Year ended	
	Particulars	September 30, 2018	June 30, 2018	September 30, 2017	September 30, 2018	September 30, 2017	March 31, 2018
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Segment Revenue						
	UK operations North America operations	18,629	17,405	13,642	36,034	25,910	56,315
	Others	6,661	6,503	5,825	13,164	11,479	23,715
	Revenue from operations (net)	417	496	380	913	1,013	1,691
2		25,707	24,404	19,847	50,111	38,402	81,721
	Segment Results profit before tax and interest UK operations	2,559	2,878	1,990	5,437	3,644	8,112
	North America operations	469	239	323	708	580	
	Others	(16)	(98)	(154)	(114)	(124)	1,550 (503)
	less : i. Finance costs	3,012	3,019	2,159	6,031	4,100	9,159
	300 200 400 400 400 400 400 400 400 400 4	242	126	144	368	283	586
	ii. Other un-allocable expenditure net of un-allocable (income)	(511)	5	(265)	(506)	(300)	(1,030)
	Profit from ordinary activities before tax						
	Notes on Segment Information :	3,281	2,888	2,280	6,169	4,117	9,603

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on analysis of various performance indicators by geographical region.

Property, Plant and Equipment used in the Group's business or liabilities contracted have not been identified to any of the reportable segments, as the Property, Plant and Equipment and the support services are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities have been made.





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Registered Office: 804/805, President House, Opp.C.N.Vidyalaya

Near Ambawadi Circle, Ahmedabad-380 006

CIN No. L74140GJ1982PLC005215

Unaudited Consolidated Statement of Assets and Liabilities as at September 30, 2018

(Rs. In lakhs)

Orlandited Consolidated Statement of Assets and Liabilities as at September 30, 2018	(Rs. In lakhs)				
Particulars	As a				
	September 30, 2018 (Unaudited)	March 31,2018 (Audited)			
ASSETS	(onaudited)	(Audited)			
Non-current assets	1 1				
Property plant & equipment, net	4,675	4,589			
Capital work-in-progress	186	208			
Goodwill	11,790	10.803			
Other intangible assets, net	2,448	2,494			
Financial assets		2,13			
Investments	29,309	16.637			
Loans	191	201			
Non-current tax assets	736	839			
Deferred tax assets, net	3,802	5,124			
Other non-current assets	69	86			
Total Non Current Assets	53,206	40,981			
Current Assets	33,200	40,381			
Financial Assets	1				
Investments	11,881	11,770			
Trade receivables	13,864	13,514			
Cash and Cash equivalents	5,472	8,773			
Bank balances, other than cash & cash equivalents	64	29			
Loans	35.	44			
Other current financial assets	13,030	7,670			
Other current assets	949	1,037			
Total Current Assets	45,295	42,837			
Total Assets	98,501	83,818			
EQUITY AND LIABILITIES	30,301	83,818			
Equity	1				
Equity Share capital	1,189	1,185			
Other Equity	68,628	53,743			
Total Equity	69,817	54,928			
Non Current Liabilities		34,320			
Financial liabilities	1 1				
Borrowings	125	4,961			
Other non current financial liabilities	2,872	2,653			
Deferred tax liabilities	1,481	1,685			
Provisions	835	664			
Total Non Current Liabilities	5,313	9,963			
Current Liabilities	3,313	9,963			
Financial liabilities					
Borrowings	289	391			
Trade payables	1,459	1,889			
Other current financial liabilities	15,977	10,929			
Other current liabilities	3,990	4,359			
	971				
Current tax liabilities ,net	9/1	885			
TO 10 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		111111111111111111111111111111111111111			
Current tax liabilities , net Provisions Total Current Liabilities	685 23,371	474 18,927			





Registered Office: 804/805, President House, Opp.C.N.Vidyalaya

Near Ambawadi Circle, Ahmedabad-380 006 CIN No. L74140GJ1982PLC005215

Notes to the consolidated financial results:

- 1 The above results were reviewed by the Audit Committee and were thereafter approved by the Board at its meeting held on October 25, 2018. The auditors have carried out a limited review of the unaudited consolidated financial
- 2 The Group has accounted net foreign exchange gain under "Other income" and net foreign exchange loss under "Other Expenses". Further, 'Revenue from operations' includes net realised foreign exchange loss / (gain) arising from currency hedges relating to certain firm commitments and forecasted sales transactions. The table below shows the impact of the net foreign exchange (gain) / loss on the Group's results in each of the periods presented:

(Rs. In lakhs) Quarter ended Six months ended **Particulars** Year ended September 30, June 30, September 30, September 30, September 30, March 31, 2018 2018 2017 2018 2017 2018 Net foreign exchange (gain) / loss (152 (113) (151) (218) Net realised foreign exchange (gain) / loss arising from hedging accounted (244) under Income from Operations 32 (63)(351 (31)(771)(1,300)

3 Other Comprehensive Income includes:

		Quarter ended		Six months ended		(Rs. In lakhs	
Particulars	Combound and 20			Six month	is ended	Year ended	
		June 30,	September 30,	September 30,	September 30,	March 31,	
(i) Items that will not be reclassified subsequently to the statement of	2018	2018	2017	2018	2017	2018	
profit or loss:	1					2010	
Defined benefit plan actuarial gains/ (losses), net	(18)	56 1	(40)				
Change in fair value of equity instrument through OCI, net	5,113		(49)	38	(64)	253	
Total		5,079	(262)	10,192	(1,405)	(2,426	
(ii) Items that will be reclassified subsequently to the statement of profit	5,095	5,135	(311)	10,230	(1,469)	(2,173	
or loss:						(2,273	
Exchange differences on translation of foreign operations	2,192	(564)					
Change in fair value of forward contracts designated as cash flow hedges,	2/252	(304)	1,000	1,628	1,755	3,503	
netnet	(379)	293	(583)	(86)	(1,021)	(1,804	
Change in fair value of financial instruments, net	72	48			(-//	(1,804	
Total			97	120	183	226	
Other Comprehensive Income/(Loss) net of tax (i+ii)	1,885	(223)	514	1,662	917	1,925	
resistant meditic, (coss) free of tax (i+ii)	6,980	4,912	203	11,892	(552)	(248	

- 4 The Company's Wholly Owned Subsidiary- Mastek (UK) Limited entered into an arrangement with its Wholly Owned Subsidiary-Indigo Blue Consulting Limited, U.K. ("IBCL") to merge (transfer of business, assets and liabilities) IBCL
- 5 These results have been prepared in accordance with the Indian Accounting Standards (Ind-AS) notified under the Companies (Ind-AS) Rules, 2015.
- 6 The Board of Directors have recommended an interim dividend @ 70% (Rs. 3.50 per share) at the meeting held on October 25, 2018.

7 Previous period's / year's figures have been regrouped or reclassified wherever necessary.

Place: Mumbai, India Date : October 25, 2018

SUDHAKAR RAM

Vice Chairman & Managing Director



Walker Chandiok & Co LLP

Walker Chandiok & Co LLP 16th Floor, Tower II, Indiabulls Finance Centre, SB Marg, Elphinstone (W) Mumbai - 400 013 Maharashtra, India

T +91 22 6626 2600 F +91 22 6626 2601

Independent Auditor's Review Report on Standalone Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of Mastek Limited

- 1. We have reviewed the accompanying statement of unaudited standalone financial results ('Statement') of Mastek Limited ('the Company') for the quarter ended 30 September 2018 and the year to date results for the period 1 April 2018 to 30 September 2018, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
- 2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013 and SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016, and other recognised accounting practices and policies has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

Adi P. Sethna

Partner

Membership No. 108840

Place: Mumbai

Date: 25 October 2018

Registered Office: 804/805, President House, Opp.C.N.Vidyalaya

Near Ambawadi Circle, Ahmedabad-380 006 CIN No. L74140GJ1982PLC005215

Statement of Unaudited Standalone Financial Results for the Quarter and Six months ended September 30, 2018

	Particulars		Quarter ended			s ended	(Rs. in Lakh Year ended	
	- Account	September 30, 2018	June 30, 2018	September 30, 2017	September 30,	September 30,	March 31,	
1	Income	(Unaudited)	(Unaudited)	(Unaudited)	2018	2017	2018	
	(a) Revenue from operations			(Orladdited)	(Unaudited)	(Unaudited)	(Audited)	
	(b) Other income	4,808	4,738		- 1	1		
	Total Income	793	908	3,995	9,546	7,889	16	
2		5,601		327	1,701	1,236		
2	Expenses	3,001	5,646	4,322	11,247	9,125	2,	
	(a) Employee benefits expenses	3,516				9,125	18	
	(b) Finance costs	3,516	3,261	2,909	6,777	5 400		
	(c) Depreciation and amortisation expenses	6	8	. 4	14	5,492	11	
	(d) Other expenses	351	290	285	641	7		
	Total expenses	704	961	803	0.000	576	1	
3	Profit before tax (1 - 2)	4,577	4,520		1,665	1,601	3	
4	Tax expense	1,024	1,126	4,001	9,097	7,676	15,	
2811	- Income tax - current		1,120	321	2,150	1,449	2,	
		299	274				2,	
	- Income tax - prior periods	42		149	573	432		
	- Deferred tax (benefit) / charge	(31)	•		42			
_	- Total		(24)	(43)	(55)	9.3		
	Net Profit for the period (3 - 4)	310	250	106	560	(75)		
,	Other Comprehensive Income / (Loss) net of tax (Refer note 3)	714	876	215	1,590	357	1,:	
7	Total Comprehensive Income / (Loss) net of tax (5 + 6)	(319)	390	(527)		1,092	1,5	
1	Paid-up equity share capital (Face value Rs. 5/- per share)	395	1,266	(312)	71	(894)	(1,3	
1	Other Equity	1,189	1,186		1,661	198	2	
_	Earnings per share		-,200	1,175	1,189	1,175	1,1	
	(of Rs 5/- each) (not annualised) :						21,6	
- 1	(a) Basic - Rs						22,0	
-1	(b) Diluted - Rs	3.00	3.69	0.01				
_	1-1 -110100 - 113	2.82	3.46	0.91	6.69	4.66	6.	
			3.40	0.86	6.28	4.40	0.	





Registered Office: 804/805, President House, Opp.C.N.Vidyalaya

Near Ambawadi Circle, Ahmedabad-380 006 CIN No. L74140GJ1982PLC005215

							(Rs. in Lakh
			Quarter ended		Six mont	hs ended	Year ended
	Particulars	September 30, 2018	June 30, 2018	September 30, 2017	September 30, 2018	September 30, 2017	March 31, 2018
1	Segment Revenue	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	UK operations	4,016	3,876	3,614	7.000		
	North America operations	375	366	-	7,892 741	6,876	13,46
	Others	417	496	381	913	1013	1,07
2	Revenue from operations (net) Segment Results profit before tax and interest	4,808	4,738	3,995	9,546	1,013	1,69
	UK operations	547	625	455		7,889	16,23
	North America operations Others	43	39	455	1,172 † 82	858	1,85
	Total	(16)	(98)	(164)	(114)	(133)	(38)
	Less : i. Finance costs	574	566	291	1,140	725	1,62
	ii. Other un-allocable expenditure net of	(456)	8 (568)	4	14	7	1
	un-allocable (income) Profit from ordinary activities before tax		(308)	(34)	(1,024)	(731)	(1,13
_	Notes on Segment Information :	1,024	1,126	321	2,150	1,449	

Reased on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on analysis of various performance indicators by geographical

Property, Plant and Equipment used in the Company's business or liabilities contracted have not been identified to any of the reportable segments, as the Property, Plant and Equipment and the support services are used interchangeably between segments. Accordingly,





Registered Office: 804/805, President House, Opp.C.N.Vidyalaya

Near Ambawadi Circle, Ahmedabad-380 006 CIN No. L74140GJ1982PLC005215

Unaudited Standalone Statement of Assets and Liabilities as at September 30,2018

(Rs. In lakhs)

Particulars	As at				
	September 30, 2018	March 31 ,2018			
ASSETS	(Unaudited)	(Audited)			
Non-current assets					
Property plant & equipment,net	4,370	4,269			
Capital work-in-progress	186	208			
Other Intangible assets, net Financial assets	113	279			
Investments	1				
Loans	3,103	1,403			
Other non-current financial assets	. 86	89			
Non-current tax assets	133	202			
	771	871			
Deferred tax assets, net	3,159	3,244			
Other non-current assets	62	86			
Total Non Current Assets	11,983	10,651			
Current Assets					
Financial Assets					
Investments	11,447	11,770			
Trade receivables	3,270	2,602			
Cash and Cash equivalents	985	1,199			
Bank balances other than cash & cash equivalents	64	29			
Loans	9	5			
Other current financial assets	924	792			
Other current assets	637	762			
Total Current Assets	17,336	17,159			
Total Assets	29,319	27,810			
EQUITY AND LIABILITIES	1,010	27,610			
Equity					
Equity Share capital	1,189	1,185			
Other Equity	22,845	21,645			
Total Equity	24,034	22,830			
Non Current Liabilities	24,034	22,830			
Financial liabilities					
Borrowings	125	72			
Other non-current financial liabilities	695	73			
Provisions	436	760			
Total Non Current Liabilities	1,256	347			
Current Liabilities	1,256	1,180			
inancial liabilities					
Trade payables	3.3				
Other current financial liabilities	317	299			
Other current liabilities	2,937	2,606			
Provisions	615	771			
otal Current Liabilities	160	124			
otal Equity & Liabilities	4,029	3,800			
	29,319	27,810			





Registered Office: 804/805, President House, Opp.C.N.Vidyalaya

Near Ambawadi Circle, Ahmedabad-380 006 CIN No. L74140GJ1982PLC005215

Notes to the standalone financial results:

- 1 The above results were reviewed by the Audit Committee and were thereafter approved by the Board at its meeting held on October 25, 2018. The auditors have carried out a limited review of the unaudited standalone financial results.
- 2 The Company has accounted net foreign exchange gain under "Other income" and net foreign exchange loss under "Other Expenses". Further, during the period company has realised foreign exchange loss / (gain) arising from currency hedges relating to certain firm commitments and forecasted sales transactions. The table below shows the amount of gain or loss in each of the periods presented:

(Rs. in Lakhs)

Particulars		Quarter ended		Six mont	Year ended	
	September 30, 2018	June 30, 2018	September 30, 2017	September 30, 2018	September 30, 2017	March 31, 2018
Net foreign exchange (gain) / loss	(137)					
Net realised foreign exchange (gain) / loss arising from hedging accounted under Income from Operations	32	(63)	(351)	(31)	(771)	(1,300)

3 Other Comprehensive Income includes:

(Rs. in Lakhs)

Particulars	Quarter ended			Six mont	Year ended	
.	September 30,	June 30,	September 30,	September 30,	September 30,	March 31,
	2018	2018	2017	2018	2017	2018
(i) Items that will not be reclassified subsequently to the statement of profit or loss:						
Defined benefit plan actuarial gains/ (losses), net	(12)	49	(41)	37	(56)	264
Total	(12)	49	(41)	37	(56)	264
(ii) Items that will be reclassified subsequently to the statement of profit or loss (net of tax):						
Change in fair value of forward contracts designated as cash flow hedges, net	(379)	293	(583)	(86)	(1,021)	(1,805
Change in fair value of financial instruments, net	72	48	97	120	183	226
Total	(307)	341	(486)	34	(838)	(1,579
Other Comprehensive Income/(Loss) net of tax (i+ii)	(319)	390	(527)	71	(894)	(1,315

- The Company's Wholly Owned Subsidiary- Mastek (UK) Limited entered into an arrangement with its Wholly Owned Subsidiary-Indigo Blue Consulting Limited, U.K. ("IBCL") to merge (transfer of business, assets and liabilities) IBCL into Mastek (UK) Limited with effect from June 30 2018.
- These results have been prepared in accordance with the Indian Accounting Standards (Ind-AS) notified under the Companies (Ind-AS) Rules, 2015.
- The Board of Directors have recommended an interim dividend @ 70% (Rs. 3.50 per share) at the meeting held on October 25, 2018.
- Previous period's / year's figures have been regrouped or reclassified wherever necessary.

Place : Mumbai, India Date : October 25, 2018 SUDHAKAR RAM

Vice Chairman & Managing Director

